

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ARMSTRONG FLOORING, INC., *et al.*,

Debtors.¹

Chapter 7

Case No. 22-10426 (MFW)

(Jointly Administered)

Related Docket No. 1503

**CERTIFICATION OF COUNSEL REGARDING PLAINTIFF’S EIGHTH NOTICE OF
SETTLEMENT OF POTENTIAL AVOIDANCE ACTIONS AND AVOIDANCE
ACTIONS PURSUANT TO SETTLEMENT PROCEDURES ORDER**

The undersigned counsel for Alfred T. Giuliano, chapter 7 trustee (the “**Trustee**” or “**Plaintiff**”) for the estates of the above-captioned debtors (the “**Debtors**”) hereby certifies as follows:

1. On November 7, 2022, the Debtors filed the *Motion for Approval of Procedures Regarding Settlements of Avoidance Claims Pursuant to Bankruptcy Rule 9019(b)* [D.I. 962] (the “**Motion**”).²

2. On November 21, 2022, this Court entered the *Order on Motion for Approval of Procedures Regarding Settlements of Avoidance Claims Pursuant to Bankruptcy Rule 9019(b)*, [D.I. 1005] (the “**Settlement Procedures Order**”).

3. The Settlement Procedures Order authorized the Debtors to propose settlements of avoidance actions involving gross transfers of \$750,000 or less by filing a Notice of Settlement with the Court, and for the entry of an approval order upon the expiration of the notice period

¹ The Debtors in these chapter 7 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). .

² All capitalized terms used but not defined herein shall have the same meaning as ascribed to them in the Motion.

without further hearing, unless a timely objection is filed to such Notice of Settlement. The Settlement Procedures Order further provides that a Notice of Settlement may include multiple settlements in one notice, and for an objection deadline of ten (10) days from the date of filing the Notice of Settlement.

4. On April 17, 2023, the Court converted the Debtors' chapter 11 cases to ones under chapter 7 of the Bankruptcy Code (the "Conversion Order") (D.I. 1351). The Debtors settled certain Avoidance Actions prior to the date of the Conversion Order which require Court approval as required under the Settlement Procedures Order.³

5. In accordance with the Settlement Procedures Order, on January 10, 2024, the Debtors filed the *Plaintiff's Eighth Notice of Settlement of Potential Avoidance Actions and Avoidance Actions Pursuant to Settlement Procedures Order* [D.I. 1503]. The Proposed Settlement transactions are listed on Exhibit A to the Notice of Settlement. Pursuant to the Settlement Procedures Order, objections were to be filed and served no later than January 19, 2024, at 4:00 p.m. (*prevailing* Eastern Time). No objections were filed or received by counsel to the Notice of Settlement.

6. Pursuant to the Settlement Procedures Order, a proposed form of order is attached hereto as Exhibit 1.

³ For the avoidance of doubt, the Debtors have not engaged in any further settlement negotiations from the date of the hearing which ultimately resulted in the Conversion Order several days later. Only pre-conversion settlements were included on the final Notice of settlements for the Debtors.

WHEREFORE, the Debtors respectfully request that the Court enter the proposed order attached hereto as **Exhibit 1** at its earliest convenience.

Dated: January 23, 2024

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Peter J. Keane

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EXHIBIT 1

Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ARMSTRONG FLOORING, INC., *et al.*,

Debtors.¹

Chapter 7

Case No. 22-10426 (MFW)

(Jointly Administered)

Related Docket No. 1503

**ORDER APPROVING SETTLEMENTS OF POTENTIAL AVOIDANCE ACTION AND
AVOIDANCE ACTIONS LISTED ON PLAINTIFF'S EIGHTH NOTICE OF
SETTLEMENT OF POTENTIAL AVOIDANCE ACTIONS AND AVOIDANCE
ACTIONS PURSUANT TO SETTLEMENT PROCEDURES ORDER**

Upon consideration of the *Plaintiff's Eighth Notice of Settlement of Potential Avoidance Actions and Avoidance Actions Pursuant to Settlement Procedures Order* [D.I. 1503]. (the "Notice");² upon the record; and the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409, and (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having determined that adequate notice of the Notice was given; and that sufficient legal and factual bases exist for the relief requested in the Notice; and after due deliberation, the Court having determined that the relief requested in the Notice is in the best interest of the Debtors' estates and their creditors; and good and sufficient cause having been shown; it is hereby **ORDERED** that:

¹ The Debtors in these chapter 7 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A).

² Capitalized terms not otherwise defined herein shall have the same meanings ascribed to them in the Motion.

1. The settlements of Avoidance Actions against the Defendants listed on the Notice are **APPROVED**.

2. The Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation, implementation or enforcement of this Order.